

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:

YELLOW CORPORATION, *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 23-11069 (CTG)  
)  
) (Jointly Administered)  
)

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**NOTICE OF FILING OF ASSET PURCHASE AGREEMENT DATED AS OF  
JANUARY 2, 2024 BETWEEN THE DEBTORS AND  
KNIGHT-SWIFT TRANSPORTATION HOLDINGS, INC.**

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**PLEASE TAKE NOTICE** that, on September 15, 2023 the Court entered that certain *Order (I)(A) Approving Bidding Procedures for the Sale or Sales of the Debtors' Assets; (B) Scheduling Auctions and Approving the Form and Manner of Notice Thereof; (C) Approving Assumption and Assignment Procedures (D) Scheduling Sale Hearings and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief* [Docket No. 575] (the "Bidding Procedures Order").<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE** that, on December 18, 2023 and December 19, 2023, the Debtors commenced the Real Estate Auction for Remaining Leased Properties, as set forth in the *Notice of Winning Bidders with Respect to Certain of the Debtors' Leased Properties* [Docket No. 1403] (the "Notice of Winning Bidders") filed on December 20, 2023, and completed bidding for those certain Won Leased Properties, including those Won Leased Properties which are the subject of the Asset Purchase Agreement (defined below).

**PLEASE TAKE FURTHER NOTICE** that, on December 29, 2023, the Debtors filed the proposed *Order (I) Approving Certain Asset Purchase Agreements; (II) Authorizing and Approving Sales of Certain Leased Properties of the Debtors Free and Clear of Liens, Claims, Interests, and Encumbrances, in Each Case Pursuant to the Applicable Asset Purchase Agreement; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, in Each Case as Applicable Pursuant to the Applicable Asset Purchase Agreement; and (IV) Granting Related Relief* [Docket No. 1540] seeking authorization to enter into the Asset Purchase Agreement for the Won Leased Properties.

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

<sup>2</sup> Capitalized terms used in this notice but not defined herein shall have the meanings ascribed to them in the Bidding Procedures Order and Notice of Winning Bidders, as applicable.

**PLEASE TAKE FURTHER NOTICE** that attached at **Exhibit A** is a true and correct copy of that certain *Asset Purchase Agreement Dated as of January 2, 2024 Between Debtors and Purchaser* (the “Asset Purchase Agreement”) for the sale to Knight-Swift Transportation Holdings, Inc. of the Real Property Assets set forth herein, into which the Debtors seek the Court’s approval to enter under the proposed Sale Order.

Dated: January 3, 2024  
Wilmington, Delaware

/s/ Laura Davis Jones

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